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威雅利電子(集團)有限公司
WILLAS-ARRAY ELECTRONICS (HOLDINGS) LIMITED
(Incorporated in Bermuda with limited liability)
(Hong Kong stock code: 854)
(Singapore stock code: W12)

CLARIFICATION ON ANNUAL REPORT 2015

The board of directors (the "**Board**") of Willas-Array Electronics (Holdings) Limited (the "**Company**") refers to the Company's Annual Report 2015 which was announced on SGXNet on 29 June 2015 (Announcement Reference: SG150629OTHRSS89), and wishes to respond to the following queries raised by the Singapore Exchange ("**SGX**") via e-mail to the Company.

SGX Query 1: As required by Rule 1207(12) of the Listing Manual, please make disclosures as recommended in Guideline 9.3 of the Code of Corporate Governance 2012 (the "Code") or otherwise explain the reason(s) for the deviation from the following Code recommendations. We note that the Company had not disclosed the aggregate remuneration paid to the key management personnel (who are not directors or the CEO). Please explain the deviation from the recommendation.

Company's Response: The aggregate total remuneration paid to the top five (5) Senior Management Personnel (as discussed on page 37 of the Annual Report 2015) during the financial year ended 31 March 2015 was approximately equivalent to S\$1,457,000.

SGX Query 2: Please make disclosures as recommended in paragraph 9.4 of the Code of Corporate Governance 2012 (the "Code") or otherwise explain the reason(s) for the deviation from the recommendations. We note that the Company had not disclosed the remuneration of Mr Leung Chi Hang, who is the eldest son of Mr Leung Chun Wah, the Chairman of the Company in incremental bands of S\$50,000 with an upper limit. Please explain the deviation from the recommendation.

Company's Response: The aggregate total remuneration paid to Mr. Leung Chi Hang, Daniel during the financial year ended 31 March 2015 was within the range of S\$250,000 – S\$299,999.

SGX Query 3: As required by Rule 1207(19) (b) of the Listing Manual, please state whether and how the issuer has complied with the following best practices on dealing in securities: 1207(19)(b) An officer should not deal in his Issuer's securities on short-term considerations.

Company's Response: With reference to page 46 of the Annual Report 2015, the Company wishes to clarify that in line with Rule 1207(19) (b) of the Listing Manual, in line with the Company's code of conduct on share dealings, persons should not deal in the Company's securities on short-term considerations.

By Order of the Board
Willas-Array Electronics (Holdings) Limited
Leung Chun Wah
Chairman and Executive Director

Singapore, July 29, 2015